



*LEGAL DEPARTMENT*

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William H. McCarter, Jr., Esq.  
*General Counsel*

March 22, 2004

Via Fax and Mail  
Emanuel D. Torti, Esq.  
Torti Flanagan  
Sixty State Street  
Suite 700  
Boston, Massachusetts 02109

RE: **Massachusetts Consumer Protection Act / Settlement Offer**

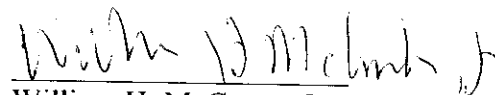
**INTAC International, Inc. vs. A Corp., et al.**

Dear Mr. Torti:

Although the Defendants deny any liabilities under M. G. L. c. 93A, they would like to offer INTAC a settlement under M. G. L. c. 93A § 11. The Defendant A Corp and Donald MacDonald, President and CEO of A Corp would like to offer that they will not copy, publish, sell, recommend, market, or otherwise dispose of any copies of Wintac software.

I think that we still be able to resolve this matter in an amicable fashion and please do not hesitate to contact me at (978) 667-1144 [Fax # (978) 663-0061] if you have any further question.

Very truly yours,

  
William H. McCarter, Jr.  
General Counsel